

ANNUAL DISCLOSURE REPORT

YEAR ENDING JUNE 30, 2017

CITY OF RIVERSIDE ELECTRIC PUBLIC UTILITIES

**2008 A AND C VARIABLE RATE REFUNDING ELECTRIC REVENUE BONDS
BONDS DATED May 1, 2008**

**CUSIP NUMBERS 768874PS2 &
768874PU7**

Prepared by
City of Riverside

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RIVERSIDE PUBLIC UTILITIES
CONTINUING DISCLOSURE INFORMATION – 2008 A and C ELECTRIC BONDS \$141,840,000
FISCAL YEAR ENDED JUNE 30, 2017

CONTINUING DISCLOSURE CERTIFICATE - SECTION 4 - Contents of Annual Report.

1. Enclosed is the City of Riverside CAFR and Electric Utility 2016/17 Audited Financial Statements
2. The principal amount of the 2008 A and C Bonds outstanding at June 30, 2017 was \$112,515,000.
3. The reserve requirements of the 2008 A and C Electric bonds are \$6,411,745 and \$4,348,971 respectively, and are fully funded.

The reserves for the 2008 A and C bonds are funded by cash in the amount of \$6,435,922 and \$4,365,370 respectively, as of June 30, 2017.

4. Electric System Facilities

Utility Plant (less accumulated depreciation)	\$ 717,156,000
Construction in Progress	51,636,000
Distribution - Overhead Circuit Miles	513
Underground Circuit Miles	826
Street Light Circuit Miles	1,055

5. Annual Electricity Supply

Resource	MWh	Percentage
IPP Generating Station	619,500	27.3%
Firm Contracts and Open Market Purchases	653,000	28.8%
PVNGS	102,400	4.5%
Hoover Upgrading Project	28,400	1.3%
RERC/Springs/Clearwater	110,700	4.9%
Renewable Resources	753,000	33.2%
Total	2,267,000	100.0%

6. Total Energy Generated and Purchased and Peak Demand

From Own Generation (MWh)	119,000
From Other Sources (MWh)	2,148,000
System Total (MWh)	<u>2,267,000</u>
System Native Load (MWh)	2,197,000
System Peak Demand (MW)	581.70

7. Number of Meters

Residential	97,372
Commercial	11,016
Industrial	833
Other	53
Total - All Classes	<u>109,274</u>

8. Energy Sold (millions of kWh)

Residential	730
Commercial	448
Industrial	996
Wholesale	1
Other	23
Total kWh sold	<u>2,198</u>

9. City Council approved a 4-year rate increase on December 1, 2006, and December 4, 2007, respectively as follows:

<u>Effective Date</u>	<u>Overall System</u>	<u>Residential</u>	<u>Commercial</u>	<u>Industrial</u>
January 1, 2007	3.5%	2.1%	5.2%	4.7%
January 1, 2008	10.0%	13.5%	10.5%	8.9%
January 1, 2009	3.6%	3.7%	5.2%	2.8%
January 1, 2010	5.8%	8.6%	4.8%	5.4%

10. Revenues From Sales of Electricity (in thousands)

Residential	\$ 117,662
Commercial	71,456
Industrial	115,432
Other sales	4,782
Wholesale	9
Transmission	35,497
Total	<u>\$ 344,838</u>

11. Average Billing Price (Cents Per Kilowatt-Hour)

Residential	16.1
Commercial	16.0
Industrial	11.6
Other	21.3
Average - All Classes Combined	14.1

12. Summary of Operations and Debt Service Coverage (in thousands)

Operating revenues	
Residential	\$ 117,662
Commercial	71,456
Industrial	115,432
Other sales	4,782
Wholesale	9
Transmission	35,497
Other operating revenue	<u>12,899</u>
Total operating revenues before uncollectibles	357,737
Estimated uncollectibles, net of bad debt recovery	<u>(551)</u>
Total operating revenues, net of uncollectibles	<u>\$ 357,186</u>
Investment income	1,809
Capital Contributions	2,367
Non-Operating revenues	<u>7,594</u>
Total revenues	<u>\$ 368,956</u>

12. Summary of Operations and Debt Service Coverage (in thousands), continued.

Operating expenses	
Nuclear production	\$ (45) ⁽¹⁾
Purchased/produced power	132,394
Transmission expense	59,497
Distribution expenses	16,053
Customer account expenses	6,888
Customer service expenses	1,847
Administration & general expenses	18,962
Clearing & Miscellaneous expenses	16,156
Total expenses	<u>\$ 251,752</u>
Net Operating Revenues Available for Debt Service and Depreciation	<u>\$ 117,204</u>
Debt Service Requirements on bonds	\$ 39,585
Debt Service Coverage	2.96

⁽¹⁾ Subsequent to the shutdown of SONGS in June 2013, Nuclear Production reflects non-decommissioning expenses and changes to decommissioning liability, which resulted in a credit balance in fiscal year 2016-17.

13. Outstanding Debt of Joint Powers Agencies (In Thousands)

	Principal Amount of Outstanding Debt	%	City of Riverside Electric Public Utilities Share
IPA			
Intermountain Power Project ⁽²⁾	\$ 1,139,726	7.617%	\$ 86,813
SCPPA ⁽²⁾			
Palo Verde	12,410	5.4%	670
STS	538,812	10.2%	54,959
Hoover Dam	2,136	31.9%	681
Mead-Phoenix	22,180	4.0%	887
Mead-Adelanto	73,093	13.5%	9,868
	<u>\$ 1,788,357</u>		<u>\$ 153,878</u>

⁽²⁾ Total before unamortized bond discount/premium and refunding charge.

CONTINUING DISCLOSURE CERTIFICATE - SECTION 5 - Reporting of Significant Events

There has been no occurrence during the reporting period of the following significant events with respect to the 2008 VARIABLE RATE REFUNDING ELECTRIC REVENUE BONDS, SERIES A and C \$141,840,000, except that relative to item 6 as previously disclosed and noted below.

1. Principal and interest payment delinquencies.
2. Non-payment related defaults.
3. Modification to rights of Bondholders.
4. Optional, contingent or unscheduled Bond calls.
5. Defeasances
6. Rating changes -

On December 29, 2016, Standard & Poor's increased its rating on the Series C bonds from "A/A-1" to "A+/A-1" in relation to its action of raising long-term rates for U.S. public finance Issues backed by a letter of credit from several institutions of which included Bank of America N.A. On April 17, 2017, Standard & Poor's decreased its rating on the Series C bonds from "A+/A-1" to "A-/A-2" to reflect the rating of the substituted financial institution supporting the issue with a letter of credit, Barclays Bank PLC. On October 24, 2017, Standard & Poor's increased its rating on the Series A and Series C bonds from "A-/A-2" to "A/A-1". This change is a reflection of the credit quality of the financial institution, Barclays Bank PLC, that provided the letter of credit in support of the bond issue.

Barclays Bank PLC provides letters of credit on the Series A and Series C bonds guaranteeing the scheduled payment of principal and interest. On December 12, 2016, Moody's increased its rating on Barclays Bank PLC from "A2/P-1" to "A1/P-1". On October 17, 2017, Standard & Poor's increased its rating on Barclays Bank PLC from "A-/A-2" to "A/A-1".

Bank of America N.A. formerly provided a letter of credit and standby purchase agreement guaranteeing the scheduled payment of principal and interest on the bonds, and is currently the remarketing agent for the Electric Revenue Bonds Series C. On December 16, 2016 Standard & Poor's increased its rating on Bank of America N.A. from "A/A-1" to "A+/A-1". On December 06, 2017, Moody's Investors service increased its rating on Bank of America N.A. from "A-1/P-1" to "Aa3/P-1".

7. Adverse tax opinions or events affecting the tax-exempt status of the Bonds.
8. Unscheduled draws on debt service reserves reflecting financial difficulties.
9. Unscheduled draws on credit enhancements reflecting financial difficulties.

10. Substitution of the credit or liquidity providers or their failure to perform.

On April 13, 2017, Bank of America N.A, the Remarketing Agent for the 2008 Refunding Electric Revenue Bonds Series A was replaced by Barclays Capital Inc. as successor Remarketing Agent with respect to the above referenced bond. On April 18, 2017, the Letter of Credit provided by Bank of America N. A. for the 2008 Refunding Electric Revenue Bonds Series C was replaced by a Letter of Credit provided by Barclays Bank PLC. The Letter of Credit provided by Barclays Bank PLC for the 2008 Refunding Electric Revenue Bonds Series A has been renewed.

11. Release, substitution or sale of property securing repayment of the Bonds.